

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
W.R. GRACE & CO., <u>et al.</u>)	Case No. 01-1139 (JKF)
Debtors.)	Objection Deadline: August 31, 2005 at 4:00 p.m.
)	Hearing: Schedule if Necessary (Negative Notice)

COVER SHEET TO FOURTEENTH MONTHLY INTERIM APPLICATION OF
SWIDLER BERLIN LLP, BANKRUPTCY COUNSEL
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
JUNE 1, 2005 THROUGH JUNE 30, 2005

Name of Applicant: Swidler Berlin LLP ("Swidler")

Authorized to Provide Professional Services to: David T. Austern, Future Claimants' Representative (the "FCR")

Date of Retention: Swidler Retention Order entered September 27, 2004

Period for which compensation is sought: June 1, 2005 through June 30, 2005

Amount of Compensation (100%) sought as actual, reasonable, and necessary: \$101,992.00

80% of fees to be paid: \$81,593.60¹

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$ 249.19

Total Fees @ 80% and 100% Expenses: \$81,842.79

This is an: interim X monthly final application.

¹ Pursuant to the Administrative Order entered March 17, 2003, absent timely objections, the Debtor is authorized and directed to pay 80% of fees and 100% expenses.

The total time expended for fee application preparation during this time period is 10.80 hours and the corresponding fees are \$2,497.00 and \$16.80 in expenses for Swidler's fee applications and 5.20 hours and \$1,116.00 in fees and \$72.23 in expenses for the FCR and/or is other professional's fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Swidler's fourteenth interim fee application for the period June 1-30, 2005. Swidler has previously filed the following fee applications:

- Thirteenth interim fee application for the period May 1-31, 2005 in the amount of \$53,489.60 (80% of \$66,862.00) in fees and expenses in the amount of \$852.77
- Twelfth interim fee application for the period April 1-30, 2005 in the amount of \$21,802.60 (80% of \$27,253.25) in fees, expenses in the amount of \$1,560.48
- Eleventh interim fee application for the period March 1-31, 2005 in the amount of \$67,870.00 (80% of \$84,837.50) in fees, expenses in the amount of \$4,114.49
- Tenth interim fee application for the period February 1-28, 2005 in the amount of \$92,370.80 (80% of \$115,463.50) in fees, expenses in the amount of \$2,097.16
- Ninth interim fee application for the period January 1-31, 2005 in the amount of \$50,702.60 (80% of \$63,378.25) in fees, expenses in the amount of \$7,490.31
- Eighth interim fee application for the period December 1-31, 2004 in the amount of \$70,817.20 (80% of \$88,521.50) in fees and \$4,326.10 in expenses
- Seventh interim fee application for the period November 1-30, 2004 in the total amount of \$78,054.40 (80% of \$97,568.00) in fees and expenses in the amount of \$4,182.19
- Sixth interim fee application for the period October 1-31, 2004 in the total amount of \$87,179.80 (80% of \$108,974.75) in fees and expenses in the amount of \$8,520.60
- Fifth interim fee application for the period September 1-30, 2004 in the amount of \$123,890.80 (80% of \$154,863.50) in fees and \$5,827.44 in expenses
- Fourth interim fee application for the period August 1-31, 2004 in the amount of \$38,486.00 (80% of \$48,107.50) in fees and \$4,143.66 in expenses
- Third interim fee application for the period July 1-31, 2004 in the amount of \$74,481.80 (80% of \$93,102.25) in fees and \$4,429.85 in expenses
- Second interim fee application for the period June 1-30, 2004 in the amount of \$88,393.20 (80% of \$110,491.50) in fees and expenses of \$15,846.02
- First interim fee application for the period May 1-31, 2004 in the amount of \$8,151.60 (80% of \$10,189.50) in fees and expenses of \$8,151.60

To date, Swidler has received payments from the Debtors in the following amounts:

- \$363,650.37 representing 80% of fees and 100% expenses for May 24, 2004 through September 30, 2004
- \$19,993.70 representing the 20% holdback on fees for the time period May and June 2004
- \$46,629.66 representing 80% of fees and 100% expenses for July 2004
- \$78,911.65 representing 80% of fees and 100% expenses for August 2004
- \$129,718.24 representing 80% of fees and 100% expenses for September 2004
- \$59,214.65 representing the 20% holdback on fees for the time period July-September 2004
- \$95,700.40 representing 80% of fees and 100% expenses for October 2004
- \$157,379.89 representing 80% of fees and expenses for November and December 2004
- \$58,192.91 representing 80% of fees and 100% expenses for January 2005
- \$94,467.96 representing 80% of fees and 100% expenses for February 2005
- \$58,410.49 representing 80% of fees and 100% expenses for March 2005
- \$58,642.05 representing 20% holdback on fees for the time period October-December 2004

COMPENSATION SUMMARY

JUNE 2005

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate (including changes)</u>	<u>Total Billed Hours</u>	<u>Total Compensation</u>
Monique D. Almy	Partner, 9 years in position; 18 years relevant experience; 1987, Bankruptcy	\$460.00	52.20	\$24,012.00
Roger Frankel	Partner, 22 years in position; 34 years relevant experience; 1971, Bankruptcy	\$645.00	32.90	\$20,704.50 ¹
Richard H. Wyron	Partner, 16 years in position; 26 years relevant experience; 1979, Bankruptcy	\$545.00	16.50	\$8,992.50

¹ Please note that this amount reflects a reduction of \$516.00 for the 50% discount on non-working travel.

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate (including changes)</u>	<u>Total Billed Hours</u>	<u>Total Compensation</u>
Matthew W. Cheney	Associate, 8 years in position; 8 years relevant experience; 1997, Bankruptcy	\$355.00	69.70	\$24,743.50
Debra L. Felder	Associate, 3 years in position; 3 years relevant experience; 2002, Bankruptcy	\$255.00	37.20	\$9,486.00
Kimberly E. Neureiter	Associate, 3 years in position; 3 years relevant experience; 2002; Bankruptcy	\$235.00	23.10	\$5,428.50
Rachael M. Barainca	File Clerk	\$60.00	18.00	\$1,080.00
Debra O. Fullem	Senior Legal Assistant	\$195.00	14.50	\$2,827.50
Scott W. Grant	Summer Associate	\$185.00	25.50	\$4,717.50
Total			289.60	\$101,992.00
Blended Rate: \$352.18				

COMPENSATION BY PROJECT CATEGORY

JUNE 2005

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Case Administration	24.20	\$3,119.00
Due Diligence	26.00	\$4,845.00
Compensation of Professionals-Swidler	10.80	\$2,497.00
Compensation of Professionals-Other	5.20	\$1,116.00
Litigation	221.40	\$89,821.00
Retention of Professionals-Other	.40	\$78.00
Travel Time (Non-Working)	1.60	\$516.00
TOTAL	289.60	\$101,992.00

EXPENSE SUMMARY

JUNE 2005

<u>Expense Category</u>	<u>Total</u>
Photocopying/Printing	\$81.60
Telephone/Facsimile	\$3.25
Postage/Federal Express/Courier Fees	\$70.22
Meals	\$64.18
Westlaw	\$29.94
TOTAL	\$249.19

Respectfully submitted,

SWIDLER BERLIN LLP

By: 

Roger Frankel, admitted *pro hac vice*
Richard H. Wyron, admitted *pro hac vice*
3000 K Street, NW, Suite 300
Washington, DC 20007
(202) 424-7500
Counsel to David T. Austern,
As Future Claimants' Representative

Dated: August 11, 2005

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

VERIFICATION

DISTRICT OF COLUMBIA, TO WIT:

Roger Frankel, after being duly sworn according to law, deposes and says:

1. I am a partner of the applicant law firm Swidler Berlin LLP ("Swidler") and have been admitted *pro hac vice* to appear in these cases.

2. I have personally performed many of the legal services rendered by Swidler as counsel to David T. Austern as Future Claimants' Representative ("FCR") and am familiar with the other work performed on behalf of the FCR by the lawyers, legal assistants, and other professionals of Swidler as set forth in the invoices attached as Exhibit A hereto.

3. I have reviewed the Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order as Amended dated April 17, 2002, and I believe the Application to be in compliance therewith.



ROGER FRANKEL

SWORN AND SUBSCRIBED TO BEFORE ME

THIS 11th DAY OF AUGUST, 2005



Notary Public

My commission expires: _____

Lori S. Williams
Notary Public, District of Columbia
My Commission Expires 3-31-2010